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State of North Carolina
Department of the Secretary of State

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Elaine F. Marshall
North Carolina Secretary of State

ARTICLES OF INCORPORATION
NONPROFIT CORPORATION

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the corporation is: CenterPoint Owners' Association, Inc.
2. _____ (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NC'GS §55A-1-40(4).
3. The street address and county of the initial registered office of the corporation is:
Number and Street 225 Hillsborough Street
City, State, Zip Code Raleigh, NC 27603 County Wake
4. The mailing address if different from the street address of the initial registered office is:

5. The name of the initial registered agent is:
CT Corporation System
6. The name and address of each incorporator is as follows:
J. Edward Peel
Glaukler Brown, PLLC
6000 Poplar Avenue, Suite 100
Memphis, TN 38119-3978
7. (Check either a or b below.)
a. The corporation will have members.
b. The corporation will not have members.
8. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.
9. Any other provisions which the corporation elects to include are attached.
10. The street address and county of the principal office of the corporation is:
8401 Jackson Rd., Sacramento, CA 95826 County Sacramento
11. The mailing address if different from the street address of the principal office is:

12. These articles will be effective upon filing, unless a later time and/or date is specified: _____

This is the 10th day of October, 2000.

J. Edward Peal
Signature of Incorporator

J. Edward Peal, Attorney INCORPORATOR
Type or print Incorporator's name and title, if any

NOTES:

1. Filing fee is \$60. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

Revised January 2000

CORPORATIONS DIVISION

P. O. BOX 29622

Form N-01

RALEIGH, NC 27626-0622

PLAN OF DISSOLUTION

As per N.C. Gen. Stat. § 55A-14-03, upon dissolution CenterPoint Owners' Association, Inc. agrees that all liabilities and obligations of the corporation will be paid and discharged, or adequate provisions be made therefor, and that the remainder of the corporation's assets will be distributed as follows:

(1) Assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements; and

(2) Other assets, if any, shall be distributed as provided in the Bylaws.